310 East Graham Ave. • P.O. Box 218 • Pryor, Ok 74361

J. Michael Jacobs

President and CEO Aviation Website: www.1st-of-pryor.com Internet Banking: www.firstpryoritybank.com

Phone: (918) 825-2121 Fax: (918) 825-0519 E Mail: mikejacobs@1st-of-pryor.com

September 6, 2005

FDIC San Francisco Regional Office Director Johns F. Carter 25 Jessie ST @ Ecker Square STE 2300 San Francisco CA 94105

Re: Pending Wal-Mart ILC

Dear FDIC:

As you are aware, when Wal-Mart comes to any community, that community and any

community surrounding a Wal-Mart store will have a sure and steady decline of its local business. Main Street will die and wither till there is nothing left. Wal-Mart has taken out most of our local grocery stores and pharmacies. Most of our downtown retail shops are closed and the others are struggling. Wal-Mart has been and will continue to be a predator among the business world.

Since we live in and work in our community, we have a much better understanding of our community's banking needs. If Wal-Mart is allowed to proceed as planned, our local community and our bank will suffer as our loan demand will decrease and a good majority of consumers and small business men will no longer have access to financial institutions who know them and know their needs.

Wal-Mart now requires anyone selling products to them, must rent or buy an office in Bentonville, Arkansas. What would keep them from doing something similar for a consumer or small business? Wal-Mart has devastated main street America. If you allow them to continue, consumers will be left no choice for financial needs or consumer goods.

Don't allow commerce and banking to be mixed. Our future as a community bank is depending on the decision you are making today.

. Michael Jacobs

"Where You Are Our First Priority"

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SEP 1 2 2005

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Sincerely

Ed/Hazelton

Vice President

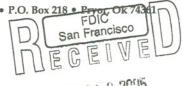
EH/sa

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Nadine Easterly
Vice President & Cashier

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SEP 1

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Nadine Easterly

NE/sa

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Gary D. Shamel

Vice President

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GDS/sa